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remain numerous buildings to which TWTC could theoretically, but cannot practically, afford to build loop facilities.

II. TWTC And Other Competitive Carriers Rely Extensively On ILEC Transmission Facilities And Such Reliance Is Only Likely To Increase

10. In my experience, for those locations where TWTC cannot deploy its own loop facilities, it has little other choice but to rely on the ILEC's—in this case, Qwest's—loop facilities to reach its customers. This is because Qwest usually owns the only loop facility serving locations to which TWTC cannot efficiently deploy its own facilities.

11. TWTC's and other competitors' reliance on ILEC inputs to serve a very large number of customer locations is only likely to increase in the foreseeable future. This is because customers are increasingly demanding that carriers serve most or all of their locations. Thus, whereas a ten-location customer might previously have required that TWTC serve only its two largest locations, it is more likely today to demand that TWTC serve all ten of its locations. While TWTC might have been able to construct loops to the two largest locations that generate the most revenue, it is unlikely to be able to construct loops to the smaller locations, which can generate well under \$1,000 per month in revenue. To reach those locations, TWTC is dependent on Qwest loops. If TWTC cannot obtain access to Qwest's loop facilities on reasonable terms and conditions, it cannot profitably serve all of the customer's ten locations, even if it had been economically feasible to construct loops to the larger locations. In other words, in order to justify constructing loops to multiple customer locations, it is more and more important that TWTC be able to purchase loops from Qwest on reasonable terms and conditions.

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I declare under penalty of perjury that the foregoing is true and correct.


Scott Liestman

Dated: September 21, 2009

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ATTACHMENT D

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**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
)	
Petition of Qwest Corporation for Forbearance)	WC Docket No. 09-135
Pursuant to 47 U.S.C. § 160(c) in the Phoenix)	
Metropolitan Statistical Area)	
)	

**DECLARATION OF STEVE FISHER
ON BEHALF OF INTEGRA TELECOM, INC.**

1. My name is Steve Fisher, and I am Vice President of Corporate Operations for Integra. In this role, I am responsible for managing Integra's long haul fiber network and network operations, including maintenance, repair and surveillance. Prior to joining Integra, in February, 2000, I was a telecommunications engineer and manager of Information Technology Services for the University of San Francisco.

2. The purpose of this declaration is to describe the extent to which (1) non-ILEC wholesalers offer loop and transport facilities in the Phoenix MSA; and (2) Integra faces intermodal competition from Cox in the retail business market in the Phoenix MSA.

I. Qwest Faces Little Competition In The Wholesale Market for Loop Facilities In The Phoenix MSA.

3. Because of its limited ability to economically self-deploy loop facilities, Integra must be able to obtain conditioned copper loops as well as DS0, DS1, and DS3 loops from a wholesale provider on efficient terms and conditions. In order to be considered a viable wholesale provider of loops for Integra, a wholesale provider must, at a minimum, meet certain basic requirements regarding the scope of its network and the sufficiency of its operations

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support system ("OSS") capabilities. Unfortunately, no wholesale provider of loops in the Phoenix MSA other than Qwest comes close to meeting these requirements.

4. To function as a viable provider of loops, a wholesaler must meet three basic requirements. *First*, the wholesaler must have sufficient OSS such that it performs ordering, provisioning, maintenance, repair and billing in a timely and cost effective manner. If a wholesaler does not provide these capabilities, the quality of the services that Integra provides to its end-user business customers will deteriorate, and Integra's costs of providing service would likely exceed efficient levels. Either a deterioration of service quality or a material increase in Integra's costs would impede Integra's ability to compete.

5. *Second*, the wholesale provider must generally be able to serve all of the locations Integra seeks to serve in a given geographic area. This is because the fixed and recurring costs associated with establishing and managing two or more wholesale relationships are generally too high to enable Integra to rely on two wholesale providers for a significant volume of loops. For instance, if Integra were to order a significant number of loops from two wholesale loop providers, Integra would be required to incur the costs associated with establishing efficient electronic ordering and provisioning systems with two, instead of one, wholesale providers. Integra would also have to conduct monitoring of two, rather than one, wholesale providers' networks. In addition, Integra would incur the additional costs and experience the additional delays associated with reconciling multiple providers' bills and with using multiple providers' provisioning platforms. Establishing these duplicate capabilities and incurring these duplicate costs would make it extremely difficult, and in some cases impossible, to achieve the level of service required to compete in the marketplace while sustaining profitability in a geographic market.

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6. *Third*, the wholesaler must offer loops at reasonable prices. Even if a competitive wholesaler has the highest quality OSS capabilities and an extensive network footprint, Integra could not rely on such a firm if its prices were too high to enable Integra to profitably offer downstream retail services at prices at or below those charged by Qwest. Unfortunately, no non-ILEC wholesaler in the Phoenix MSA meets these three criteria.

7. The incumbent cable provider in the Phoenix MSA, Cox, is also not a viable alternative to Qwest for the wholesale loops needed to serve Integra's business customers in Phoenix. To begin with, Cox only offers wholesale loop customers access to the relatively limited number of buildings served by Cox's fiber loop facilities. Cox does not offer wholesale loop customers access to Cox's coaxial loop facilities. Accordingly, Cox does not offer wholesale loop substitutes for the conditioned copper loops and DS0 loops that Integra purchases from Qwest. In the limited number of locations in which it offers wholesale loop facilities, Cox's prices are high. For example, **[highly confidential begin]**

[highly confidential end].

8. In addition, Cox's wholesale OSS capabilities have many serious limitations. For example, because the majority of Cox's customers are residential customers, it is Integra's experience that Cox is more likely to perform network maintenance during business hours, when residential usage is relatively low. Integra's business customers expect most network maintenance to be performed after business hours, when business usage is relatively low. Cox's insistence on performing maintenance during business hours can cause outages and other service degradations during the work day that business customers often will not tolerate. In addition, Cox does not permit wholesale customers to order loops via an electronic interface. It instead requires wholesale customers to fax or e-mail orders. In fact, Cox does not offer electronic

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access to any OSS functions, including provisioning, maintenance or repair. Nor am I aware of any plans Cox has to develop such access. The absence of such access substantially diminishes the quality of service that Integra could provide via Cox's loops because ordering, provisioning, and repair are all likely to be slower and more error-prone and the detection of service problems is likely to be far slower than would be the case if Cox offered sufficiently robust electronic access to its OSS.

9. All of these factors diminish Integra's ability to rely on Cox as a primary _____ wholesale provider of loops. As a result, Integra has submitted [highly confidential begin]

[highly confidential end] Cox in Phoenix. Clearly, Cox cannot serve as Integra's main alternative to Qwest for wholesale loops.

10. Finally, Integra has not found any fixed wireless providers that have the capabilities to serve as alternatives to Qwest for wholesale loops in the Phoenix MSA. Clearwire does not currently offer Integra wholesale access to its network. Moreover, other fixed wireless providers cannot offer end-user connections at prices that are low enough or at levels of service quality that are sufficient to enable Integra to rely on those facilities to serve business customers.

II. Qwest Faces Only Limited Competition In The Provision Of Wholesale Transport Facilities In The Phoenix MSA

11. There are many routes between Qwest wire centers in which Qwest is the only provider of wholesale transport facilities. The Phoenix central offices in which Qwest is the only wholesale transport provider are listed in Exhibit 1 and the Phoenix central offices in which Qwest is not the only wholesale transport provider are listed in Exhibit 2 to this declaration.

III. Integra Faces Substantially More Competition From Qwest Than From Cox In The Retail Business Market In The Phoenix MSA.

12. Integra faces relatively limited competition from Cox in the retail business market in the Phoenix MSA. In the northern portion of the Phoenix MSA, Integra faces competition

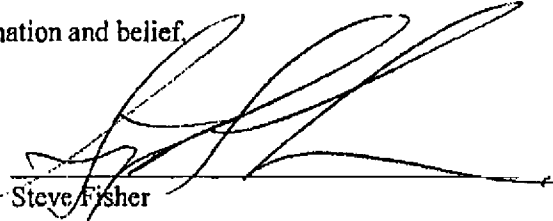
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from Cox only in the provision of extremely high-end services such as 100-Mbps Ethernet service. Integra also faces some competition from Cox for lower-end retail business services in newly constructed commercial buildings along the eastern, southern, and western borders of the Phoenix MSA. These tend to be situations in which Cox seeks to justify the deployment of new transport and loop facilities so as to serve an entire building or development. However, the majority of competition that Integra faces in the retail business market in Phoenix comes from Qwest.

13. The total number of customers for whom Integra ports out telephone numbers to competitors provides an indication of the extent to which Integra faces competition from those competitors. From January 2009 to July 2009, Integra ported out numbers for [highly confidential begin] [highly confidential end] in Arizona to Cox and for [highly confidential begin] [highly confidential end] to Qwest.

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I declare under penalty of perjury that the foregoing is true and correct to the best of my
information and belief.



Steve Fisher

Dated: Sept. 21, 2009

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**Fisher Declaration
Exhibit 1**

[Highly Confidential Begin]

[Highly Confidential End]

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**Fisher Declaration
Exhibit 2**

[Highly Confidential Begin]

[Highly Confidential End]